IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO.902 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.698 OF 2005

WITH

COMPANY PETITION NO.903 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.699 OF 2005

In the matter of the Companies Act, 1956 :

And

In the matter of Section 391 to 394 of the Companies Act, 1956 ;

And

In the matter of Colour-Chem Ltd.

And

In the matter of Scheme of Amalgamation between Clariant (India) Ltd., Vanavil Dyes and Chemicals Ltd., BTP India Pvt. Ltd. and Kundalika Investments Ltd. with Colour- Chem Ltd.

Colour-Chem Ltd. ....Petitioner

WITH

Clariant (India) Ltd. ....Petitioner

Mr.Rishabh Shah i/b M/s.Crawford Bayley & Co. for the Petitioners.

Mr.C.J. Joy with Mr.R.C. Master & Mr.M.M. Goswami i/b Dr.T.C. Kaushik for Regional Director, Department of Company Affairs Maharashtra, Mumbai.

Mrs.K.V. Gautam, Deputy Official Liquidator present.

CORAM : S.J. VAZIFDAR, J.
DATED : 24TH FEBRUARY, 2006.

P.C. :

1. The Petitions are filed seeking sanction of a scheme of amalgamation between the Petitioners i.e. the transferor companies and Kundalika Investment Ltd., i.e. the transferee company. The requirements and procedures have been complied with.

2. The Official Liquidator in his report stated that the affairs of the transferor companies have not been conducted in a manner prejudicial to the interest of its members or to the public interest. The Regional Director in his affidavit stated that the scheme is not prejudicial to the interest of the creditors and the shareholders.

3. The Petition is made absolute in terms of prayers (a) to (h).

4. Costs of the Regional Director and the Official Liquidator fixed at Rs.2500/- each in both the Petitions.

. Filing of the drawn up order is dispensed

with.

. Certified copy expedited.